FORM D

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

FORM D

NOTICE OF SALE OF SECURITIES PURSUANT TO REGULATION D, SECTION 4(6), AND/OR UNIFORM LIMITED OFFERING EXEMPTION

OMB APPROVAL

OMB Number: 3235-0076

Expires: May 31, 2005

Estimated average burden hours per response 16.00



Name of Offering (check if this is an amendment and name has changed, and indicate change.) Bulgaria Land Company, LLC – Financial Interests	
Filing Under (Check box(es) that apply): Rule 504 Rule 505 Rule 506 Section 4(6) ULOE Type of Filing: New Filing Amendment	
A BASIC IDENTIFICATION DATA	
1. Enter the information requested about the issuer	
Name of the Issuer (check if this is an amendment and name has changed, indicate change.) Bulgaria Land Company, LLC	
Address of Executive Offices (Number and Street, City, State, Zip Code) 3688 Veterans Memorial Drive, Hattiesburg, MS 39401 Telephone Number (Including Area Code) (601) 554-7449	
Address of Principle Business Operation (if different from Executive Offices) (Number and Street, City, State, Zip Code) Telephone Number (Including Area Code) SCENIA (Number and Street, City, State, Zip Code)	Ι.
Brief Description of Business Investment in Bulgaria real estate ventures.	1
Type of Business Organization corporation limited partnership, already formed business trust limited partnership, to be formed other (please specify) limited liability company limited partnership, to be formed other (please specify) limited liability company limited partnership, to be formed other (please specify) limited liability company limited partnership, already formed other (please specify) limited liability company limited partnership, already formed limited partnership, already	
Month Year Actual or Estimated Date of Incorporation of Organization: 02 2005	
GENERAL INSTRUCTIONS	
Federal: Who Must File: All issuers making an offering of securities in reliance on an exemption under Regulation D or Section 4(6), 17 CFR 230.501 et seq. or 15 U.S.C. 77d(6).	
When To File: A notice must be filed no later than 15 days after the first sale of securities in the offering. A notice is deemed filed with the U.S. Securities and Exchange Commission (SEC) on the earlier of the date it is received by the SEC at the address given below or, if received at that address after the date on which it is due, on the date it was mailed by United States registered or certified mail to that address.	

Where To File: U.S. Securities and Exchange Commission, 450 Fifth Street, N.A., Washington, D.C. 20549

Copies Required: Five (5) copies of this notice must be filed with the SEC, one of which must be manually signed. Any copies not manually signed must be photocopies of the manually signed copy or bear typed or printed signatures.

Information Required: A new filing must contain all information requested. Amendments need only report the name of the issuer and offering, any changes thereto, the information requested in Part C, and any material changes from the information previously supplied in Parts A and B. Part E and the Appendix need not be filed with the SEC.

Filing Fee: There is no federal filing fee.

State:

This notice shall be used to indicate reliance on the Uniform Limited Offering Exemption (ULOE) for sales of securities in those states that have adopted ULOE and that have adopted this form. Issuers relying on ULOE must file a separate notice with the Securities Administrator in each state where sales are to be, or have been made. If a state requires the payment of a fee as a precondition to the claim for the exemption, a fee in the proper amount shall accompany this form. This notice shall be filed in the appropriate states in accordance with state law. The Appendix to the notice constitutes a part of this notice and must be completed.

ATTENTION

Failure to file notice in the appropriate states will not result in loss of the federal exemption. Conversely, failure to file the appropriate federal notice will not result in loss of an available state exemption unless such exemption is predicated on the filing of a federal notice.

A. BASIC IDENTIFICATION DATA

- . Enter the information requested for the following:
 - Each promoter of the issuer, if the issuer has been organized within the past five years;
 - Each beneficial owner having the power to vote or dispose, or direct the vote or disposition of, 10% ore more of a class of equity securities of the issuer; and
 - . Each executive officer and director of corporate issuer and of corporate general and managing partners of participating issuers; and
 - Each general and managing partner of partnership issuer.

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Check Box(es) that Apply:	□ Promoter	⊠ Beneficial Owner		Executive Officer	Director	General and/or Managing Partner
Full Name (Last name first, David M. Burckel	if individual)					
Business or Residence Addi 3688 Veterans Memorial Di	•	er and Street, City, State, Zi IS 39401	p Code)			
Check Box(es) that Apply:	□ Promoter	Beneficial Owner	\boxtimes	Executive Officer	☐ Director	☐ General and/or Managing Partner
Full Name (Last name first, Lance L. Line	if individual)					
Business or Residence Addr 3688 Veterans Memorial Dr		er and Street, City, State, Zi IS 39401	p Code)			
Check Box(es) that Apply:	☐ Promoter	Beneficial Owner		Executive Officer	☐ Director	☐ General and/or Managing Partner
Full Name (Last name first,	if individual)					
Business or Residence Addr	ress (Numb	er and Street, City, State, Zi	p Code)	·		
Check Box(es) that Apply:	Promoter	☐ Beneficial Owner		Executive Officer	Director	General and/or Managing Partner
Full Name (Last name first,	if individual)			***		
Business or Residence Addr	ress (Numb	er and Street, City, State, Zi	p Code)	<u></u>		
Check Box(es) that Apply:	Promoter	☐ Beneficial Owner		Executive Officer	Director	General and/or Managing Partner
Full Name (Last name first,	if individual)					
Business or Residence Addr	ress (Numb	er and Street, City, State, Zi	p Code)			*****
Check Box(es) that Apply:	Promoter	☐ Beneficial Owner		Executive Officer	Director	General and/or Managing Partner
Full Name (Last name first,	if individual)					
Business or Residence Addi	ress (Numb	er and Street, City, State, Zi	p Code)			
Check Box(es) that Apply:	Promoter	☐ Beneficial Owner		Executive Officer	☐ Director	General and/or Managing Partner
Full Name (Last name first,	if individual)					
Business or Residence Addr	ress (Numb	er and Street, City, State, Zi	p Code)			······

(Use blank sheet, or copy and use additional copies of this sheet, as necessary)

Answer also in Appendix, Column 2, if filling under ULOB 2. What is the minimum investment that will be accepted from any individual?						В. П	NFORMA	ATION AI	BOUT OF	FERING					
2. What is the minimum investment that will be accepted from any individual?	1.	Has the is	ssuer sold,	or does the	issuer inter	nd to sell, to	non-accre	dited invest	ors in this c	offering?			YES		
3. Does the offering permit joint ownership of a single unit?		•				Answer	also in App	endix, Colu	ımn 2, if fil	ing under U	ILOE				
Does the offering permit joint ownership of a single unit?	2.	What is t	he minimu	m investme	ent that will	be accepted	d from any	individual?			,		\$50,000.	00*	
Enter the information requested for each person who has been or will be paid or given, directly or indirectly, any commission or similar remunibration for solicitation of purchasers in connection with sale of securities in the offering. If a person to be listed is an associated person or agent of a broker or dealer store or dealer. If more than five (5) persons to be listed are associated persons of such a broker or dealer. If more than five (5) persons to be listed are associated persons of such a broker or dealer, you may set forth the information for that broker or dealer only. Full Name (Last name first, if individual) Business or Residence Address (Number and Street, City, State, Zip Code) Name of Associated Broker of Dealer States in Which Person Listed Has Solicited of Intends to Solicit Purchasers (Check "All States" or check individual States) All States All	2	Door the	on fforie ~			fo almata ::	mi+9								
or similar remunération for solicitation of purchasers in connection with sale of securities in the offering. If a person to be listed is an associated person or agent of a broker or dealer a drived or dealer set forth the information for that broker or dealer. If more than five (5) persons to be listed are associated persons of such a broker or dealer, you may set forth the information for that broker or dealer only. Full Name (Last name first, if individual) Business or Residence Address (Number and Street, City, State, Zip Code) Name of Associated Broker of Dealer States in Which Person Listed Has Solicited of Intends to Solicit Purchasers (Check "All States" or check individual States)				•		-									ш
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AL	States in	Which Pers	on Listed I	Has Solicite	ed of Intend	s to Solicit	Purchasers								
IIL		(Check "	All States"	or check in	ndiviđual St	ates)							🔲 All	States	
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AL AK AZ AR CA CO CT DE DC FL GA HI IID IIL IIN IIA KS KY ILA ME MD MA MI MN MS MO MT NE NV NH NJ NM NY NC ND OH OK OR PA RI SC SD TN TX UT VT VA WA WV WI WY PR Full Name (Last name first, if individual) Business or Residence Address (Number and Street, City, State, Zip Code) Name of Associated Broker of Dealer States in Which Person Listed Has Solicited of Intends to Solicit Purchasers	States in	Which Pers	on Listed I	Has Solicite	ed of Intend	s to Solicit	Purchasers				· ·				
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Business or Residence Address (Number and Street, City, State, Zip Code) Name of Associated Broker of Dealer States in Which Person Listed Has Solicited of Intends to Solicit Purchasers		□RI	□sc	□SD	□TN	□TX	UT	□VT	□VA	□WA	□wv	□WI	□WY	□PR	
Name of Associated Broker of Dealer States in Which Person Listed Has Solicited of Intends to Solicit Purchasers	Full Nam	e (Last nan	ne first, if i	ndividual)										· · · · · ·	
States in Which Person Listed Has Solicited of Intends to Solicit Purchasers	Business	or Residen	ce Address	(Number a	and Street, C	City, State,	Zip Code)					-			
	Name of	Associated	Broker of	Dealer				-							
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(Check "All States" or check individual States)		(Check "	All States"	or check in	ndividual St	ates)	• • • • • • • • • • • • • • • • • • • •			***********	• • • • • • • • • • • • • • • • • • • •		🔲 All	States	
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(Use blank sheet, or copy and use additional copies of this sheet, as necessary.)
*The issuer may accept less than the stated minimum in its sole discretion.

	C. OFFERING PRICE, NUMBER OF INVESTORS, EXPENSES	AND USE O	F PROC	EEDS	
1.	Enter the aggregate offering price of securities included in this offering and the total amount alresold. Enter "0" if the answer is "none" or "zero." If the transaction is an exchange offering, che this box and indicate in the columns below the amounts of the securities offered for exchange already exchanged.	eck			
	Type of Security		Aggregate Offering Pi	rice	Amount Already Sold
	Debt		\$0.00		\$0.00
	Equity				\$0.00
	<u> </u>	**************	φυ.υυ		Ψ0.00
	☐ Common ☐ Preferred				
	Convertible Securities (including warrants)				\$0.00
	Partnership Interests		\$0.00		\$0.00
	Other (Specify:)		\$750,000		\$150,000
	Total		\$750,000		\$150,000
	Answer also in Appendix, Column 3, if filing under ULOE.				
2.	Enter the number of accredited and non-accredited investors who have purchased securities in the offering and the aggregate dollar amounts of their purchases. For offerings under Rule 504, indicate the number of persons who have purchased securities and the aggregate dollar amount of their purchases on the total lines. Enter "0" if the answer is "none" or "zero."				
			Number Investors		Aggregate Dollar Amount of Purchasers
	Accredited Investors		3		\$150,000
	Non-accredited Investors		0		\$0
	Total (for filing under Rule 504 only)		0		\$N/A
	Answer also in Appendix, Column 4, if filing under ULOE.				
3.	If this filing is for an offering under Rule 504 or 505, enter the information requested for all secu sold by the issuer, to date, in offerings of the types indicated, in the twelve (12) months prior to the first sale of securities in this offering. Classify securities by type listed in Part C – Question 1.	the	_		
	Type of Offering		Type of Security		Dollar Amount Sold
	Rule 505		N/A		\$0
	Regulation A				\$ 0
					•
	Rule 504				\$0
	Total		N/A		\$0
4 .	a. Furnish a statement of all expenses in connection with the issuance and distribution of securities in this offering. Exclude amounts relating solely to organization expenses of the issue. The information may be given as subject to future contingencies. If the amount of an expenditure not know, furnish estimate and check the box to the left of the estimate.	er.			
	Transfer Agent's Fees			\$	
	Printing and Engraving Costs			\$	
	Legal Fees		×	\$50,000.0	0
	Accounting Fees		_	\$	
	Engineering Fees			\$	
	Sales Commissions (specify finder's fees separately)			\$	
	Other expenses (identify)		∟	\$	

\$50,000.00

Total

C. OFFERING PRI	CE, NUMBER OF INVESTORS, EXPENSES AND USE	OF PROCEED	S
and total expenses furnished in	n response to Part C - Question 4.a. This difference is the "adjusted	\$700	.0,000.00
rposes shown. If the amount for ft of the estimate. The total of the	any purposes is not known, furnish an estimate and check the box e payments listed must equal the adjusted gross proceeds to the		
		Payments to Officers Directors, & Affiliates	Payments to Others
and fees		□ \$	□ \$
ers of real estate		⊒ s	□ \$
e, rental or leasing and installation	n of machinery	⊐ s	□ \$
ction or leasing of plant buildings	s and facilities	□ \$	\$
that may be used in exchange for	r the assets or securities of another	□ \$	□ \$
ent of indebtedness		□\$ ·	□ \$
g capital		□ \$	□ \$
pecify): investment in Balkan Po	inte, Ltd.	□ \$	⊠ \$700,000.00
Totals		□ \$	⊠ \$700,000.00
yments Listed (column totals add	ied)	⊠ \$	700,000.00
	D FEDERAL GEOMATINE		
	D. FEDERAL SIGNATURE		
ites an undertaking by the issu	uer to furnish to the U.S. Securities and Exchange Commissio	n, upon written	ule 505, the following request of its staff, the
ype)	Signature	5/16	65
	TW. SS. (D. A. T. S.		<u> </u>
Print or Type)	Title of Signe (Print or Type)		
	Enter the difference between and total expenses furnished i gross proceeds to the issuer." below the amount of the adjuster process shown. If the amount for it of the estimate. The total of the troop for the estimate. The total of the troop for the estimate of the estimate of the troop for the estimate. The total of the troop for the troop for the estimate of the troop for the troop for the estimate of the est	Enter the difference between the aggregate offering price given in response to Part C – Question 1 and total expenses furnished in response to Part C – Question 4.a. This difference is the "adjusted gross proceeds to the issuer." below the amount of the adjusted gross proceed to the issuer used or proposed to be used for each riposes shown. If the amount for any purposes is not known, furnish an estimate and check the box in of the estimate. The total of the payments listed must equal the adjusted gross proceeds to the torth in response to Part C – Question 4.b above. and fees errs of real estate e. rental or leasing and installation of machinery price growing price growing the price growing the price growing to the price growing the price growing the growing the price growing the price growing the growing	and total expenses furnished in response to Part C — Question 4.a. This difference is the "adjusted gross proceeds to the issuer" S700 below the amount of the adjusted gross proceed to the issuer used or proposed to be used for each proposes shown. If the amount for any purposes is not known, furnish an estimate and check the box it of the estimate. The total of the payments listed must equal the adjusted gross proceeds to the trorth in response to Part C — Question 4.b above. Payments to Officers Directors, & Affiliates and fees

		E. STATE SIGNATURE					
1.		230.262 presently subject to any of the disqualification Yes No					
		See Appendix, Column 5, for state response.					
2.	The undersigned issuer hereby und Form D (17 CFR 239.500) at such	dertakes to furnish to any state administrator of any state in which this notice is filed a notice on times as required by state law.					
3.	The undersigned issuer hereby und issuer to offerees.	dertakes to furnish to the state administrator, upon written request, information furnished by the					
4.	4. The undersigned issuer represents that the issuer is familiar with the conditions that must be satisfied to be entitled to the Unil limited Offering Exemption (ULOE) of the state in which this notice is filed and understands that the issuer claiming the available of this exemption has the burden of establishing that these conditions have been satisfied.						
The issuer has	s read this notification and knows th	e contents to be true and has duly caused this notice to be signed on its behalf by the undersigned					
duly authorize							
Issuer (Print o	of Type)	Signature Date					
Bulgaria Land	l Company, LLC	0/1/5/05					
Name of Sign	er (Print or Type)	Title of Signer (Print or Type)					
David M. Bur	ckel	Secretary					

				APPENDIX					
1	non-a- investo	to sell to ccredited ors in State	Type of security and aggregate offering price offered in state (Part C – Item 1)	Type of	5 Disqualification under State ULOE (if yes, attach explanation of waiver granted) (Part E – Item 1)				
State	Yes	No	LLC Financial Interest \$750,000	Number of Accredited Investors	Amount	C - Item 2) Number of Non- Accredited Investors	Amount	Yes	No
AL						0			
AK						0			
AZ						0			
AR						0			
CA						0			
СО						0			\boxtimes
СТ		\boxtimes				0			
DE						0			\boxtimes
DC						0			\boxtimes
FL						0			
GA						0			
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ID						0			
IL						0			
IN		\boxtimes				0			
IA						0			
KS						0			
KY						0			
LA						0			
ME						0			
MD						0			
MA						0			
MI						0			\boxtimes
MN			,			0			
MS				4	265,000	0			

2 3 4 Disqualification under State ULOE Type of security and Intend to sell to aggregate offering (if yes, attach non-accredited price offered in state explanation of waiver granted) investors in State (Part C - Item 1) Type of Investor and amount purchased in State (Part B - Item 1) (Part C - Item 2) (Part E - Item 1) Number of Number of Non-LLC Financial Accredited Accredited Interest \$750,000 Investors **Investors** State Yes No Amount Amount Yes MO MT 0 NE 0 NV0 NH 0 NJ0 NM 0 NY0 NC 0 ND 0 OH 0 OK 0 OR ,, 0 PA 0 RI 0 SC0 SD 0 TN0 TX 0 UT 0 $\mathbf{V}\mathbf{T}$ 0 VA 0 WA 0 $\mathbf{W}\mathbf{V}$ 0 $\mathbf{W}\mathbf{I}$ 0 WY 0 PR 0

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